

GATX CORPORATION

120 SOUTH RIVERSIDE PLAZA  
CHICAGO, IL 60606  
312-621-6581

GEORGE W. ROTHSCHILD  
Vice President, General Counsel & Secretary

RECEIVED

MAR 25 9 50 AM '77

F.O.C.  
FEE OPERATION SR.

Secretary of the Interstate  
Commerce Commission  
Washington, D.C. 20525

Re: Series 74 Equipment Trust

Dear Sir:

I transmit herewith:

(A) 4 original counterparts of Supplemental Agreement dated as of March 23, 1977, by and between Continental Illinois National Bank and Trust Company of Chicago, Trustee, and General American Transportation Corporation, which Supplemental Agreement amends Equipment Trust Agreement dated as of December 1, 1976 by and between the same parties; and

(B) \$10.00 to cover the recordation fee.

The Equipment Trust Agreement dated as of December 1, 1976 was filed and recorded with the Interstate Commerce Commission pursuant to Section 20c of the Interstate Commerce Act on December 13, 1976, Recordation No. 8607.

The names and addresses of the parties to the transaction are as follows:

Trustee:

Continental Illinois National Bank and Trust Company  
of Chicago  
231 South LaSalle Street  
Chicago, Illinois

Issuer:

General American Transportation Corporation  
120 South Riverside Plaza  
Chicago, Illinois

The Equipment covered by the enclosed Supplemental Agreement consists of railroad cars, subparagraph "(a)" of said agreement constituting a deletion from the list of Equipment headed "Schedule A - Description of Trust Equipment" forming part of said Equipment Trust Agreement dated as of December 1, 1976 and subparagraph "(b)" of said Supplemental Agreement constituting an addition to said list of Equipment. The AAR mechanical designations the numbers and serial numbers

RECORDATION NO. 8607 Filed & Recorded

MAR 25 1977 -9 55 AM


INTERSTATE COMMERCE COMMISSION

Edward L. Overtree  
EDWARD L. OVERTREE

are set forth in said Supplemental Agreement.

I am an executive officer of General American Transportation Corporation having knowledge of the matters set forth herein.

Very truly yours,

  
George W. Rothschild  
Vice President

RECORDATION NO. 8607-A Filed & Recorded

MAR 25 1977-9 55 AM

INTERSTATE COMMERCE COMMISSION

GENERAL AMERICAN TRANSPORTATION CORPORATION

EQUIPMENT TRUST, SERIES 74

SUPPLEMENTAL AGREEMENT DATED AS OF MARCH 23, 1977

TO EQUIPMENT TRUST AGREEMENT DATED AS OF DECEMBER 1, 1976

BY AND BETWEEN

CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF  
CHICAGO, TRUSTEE

AND

GENERAL AMERICAN TRANSPORTATION CORPORATION

Supplemental Agreement dated as of March 23, 1977  
by and between Continental Illinois National Bank and Trust  
Company of Chicago, a national banking association, as Trustee,  
and General American Transportation Corporation, a New York  
corporation.

WHEREAS, the parties hereto entered into an Equip-  
ment Trust Agreement dated as of December 1, 1976 (the "Agree-  
ment") creating General American Transportation Corporation  
Equipment Trust, Series 74, which Agreement was filed and re-  
corded with the Interstate Commerce Commission pursuant to  
Section 20c of the Interstate Commerce Act on December 13, 1976,  
Recordation No. 8607; and

WHEREAS, the parties hereto wish to amend Schedule A to  
the Agreement, to delete therefrom certain units of Equipment not  
heretofore conveyed to the Trustee;

NOW, THEREFORE, the parties hereto agree that Schedule  
A to the Agreement is hereby amended by:

(a) deleting therefrom the units of Equipment de-  
scribed in Schedule I attached hereto, and

(b) substituting therefor the units of Equipment  
described in Schedule II attached hereto.

IN WITNESS WHEREOF, the parties hereto have caused  
these presents to be signed in their respective corporate

names and their respective corporate seals to be hereunto  
affixed, duly attested, as of March 23, 1977.

CONTINENTAL ILLINOIS NATIONAL BANK  
AND TRUST COMPANY OF CHICAGO

By: Donald W. Alevi

Vice President

DONALD W. ALEVII

ATTEST:

J. C. Mull, Jr.

J. C. MULL, JR.

TRUST OFFICER

GENERAL AMERICAN TRANSPORTATION  
CORPORATION

By: John W. [Signature]

VICE PRESIDENT

ATTEST:

Michael [Signature]

ASSISTANT SECRETARY

STATE OF ILLINOIS )  
 ) SS:  
COUNTY OF C O O K )

On this 23rd day of March, 1977, before me personally appeared Donald Alfvin, to me personally known, who being by me duly sworn, says that he is a Vice President of Continental Illinois National Bank and Trust Company of Chicago, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.



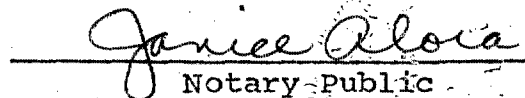
Notary Public

MY COMMISSION EXPIRES NOVEMBER 16, 1977

\* \* \* \* \*

STATE OF ILLINOIS )  
 ) SS:  
COUNTY OF C O O K )

On this 23rd day of March, 1977, before me personally appeared George W. Rothschild, to me personally known, who being by me duly sworn, says that he is Vice President of General American Transportation Corporation, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

# SCHEDULE II

## DESCRIPTION OF EQUIPMENT - EQUIPMENT TRUST - SERIES 74

### CARS TO BE ADDED TO SCHEDULE A

| <u>QUANTITY</u>  | <u>CLASS</u>     | <u>CAPACITY<br/>IN GALLONS</u> | <u>INITIALED AND CAR NUMBERS</u>  |
|------------------|------------------|--------------------------------|---|
| 1 Tank Car       | DOT 105A300-W    | 25,200                         | GATX 46903.   |
| 61 Tank Cars     | DOT 105A300-W    | 33,500                         | GATX 48039-48070, 48074-48091, 48093,<br>48094, 48099, 48100, 48102-<br>48105, 48107, 48108, 48501. |
| 56 Tank Cars     | DOT 105A500-W    | 17,300                         | GATX 14901-14925, 15027-15045, 15047-<br>15050, 46551-46554, 46556-46559.                           |
| 8 Tank Cars      | DOT 111A100-W-1  | 15,000                         | GATX 52151-52158.   |
| 30 Tank Cars     | DOT 111A100-W-1  | 16,000                         | GATX 46043, 46511, 46512, 46514-46523,<br>46525, 46787-46797, 47366, 47367,<br>47375-47376, 47381.  |
| 34 Tank Cars     | DOT 111A100-W-1  | 16,500                         | GATX 48751-48784.   |
| 8 Tank Cars      | DOT 111A100-W-1  | 20,800                         | GATX 11615-11619, 11758, 11760, 11761.  |
| 12 Tank Cars     | DOT 111A100-W-1  | 26,000                         | GATX 57015-57026.   |
| 3 Tank Cars      | DOT 111A100-W-1  | 30,000                         | GATX 46441, 46442, 46444.   |
| 5 Tank Cars      | DOT 111A100-W-2  | 13,200                         | GATX 19038, 26198, 26199, 46849, 46850.   |
| 12 Tank Cars     | DOT 111A60-W-1   | 20,000                         | GATX 11759, 11762, 11819-11823, 27141-<br>27143, 47239, 47240.                                      |
| 1 Tank Car       | DOT 111A60AL-W-1 | 20,000                         | GATX 46220.   |
| 20 Airslide Cars | LO               | 4,180 cu. ft.                  | GACX 47754-47773.   |